

RECORDATION NO. 20312 FILED 1425

OCT 18 1996 - 1:05 PM

FEDERAL COMMERCIAL COMMISSION

BALL JANIK LLP

ATTORNEYS

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Oct 18

RECEIVED
SURFACE
TRANSPORTATION
BOARD

RECORDATION NO. 10157-1425

October 18, 1996 OCT 18 1996 - 1:05 PM

FEDERAL COMMERCIAL COMMISSION

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Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Secretary Williams:

I have enclosed six originals and two certified copies of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of a Security Agreement and an Assignment of Leases, a primary document, dated October 21, 1996. We request that one certified copy of this document be recorded under the next available recordation number. This document is also a secondary document to the primary document recorded under Recordation No. 10157. We request that one certified copy of this document be recorded under 10157-M

The names and addresses of the parties to the Memorandum of a Security Agreement and an Assignment of Leases are:

Grantor:

Southern Capital Corporation, LLC,
1055 Broadway, Suite 990
Kansas city, Missouri 64105-1599

Collateral Agent:

The Chase Manhattan Bank
270 Park Avenue
New York, NY 10017

A description of the equipment covered by the Memorandum of a Security Agreement and an Assignment of Leases is attached as Exhibit "A" to the Memorandum.

BALL JANIK LLP

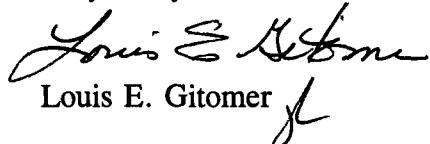
Honorable Vernon A. Williams
October 18, 1996
Page 2

A fee of \$44.00 is enclosed. Please return the originals to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of a Security Agreement and an Assignment of Leases by and between Southern Capital Corporation, LLC, as Grantor, 1055 Broadway, Suite 990, Kansas City, Missouri 674105-1599, and The Chase Manhattan Bank, as Collateral Agent, 270 Park Avenue, New York, NY 10017 covering equipment listed in Exhibit A to the Memorandum.

Very Truly Yours,


Louis E. Gitomer

Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

1018/96

Louis E. Gitomer
Of Counsel
Ball Janik LLP
1455 F Street, NW., Ste. 225
Washington, DC., 20005

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/18/96 at 1:05PM , and assigned recordation number(s). 20312, 20312-A, 10157-M and 11913-C.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

\$ 88.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

Janice M. Fort

20312
RECORDATION NO. 1425
FILED 1425

OCT 4 8 1996 - 1:23 PM

THE STATE PAPER OF COLORADO

Memorandum dated as of October 21, 1996, of a Security Agreement and an Assignment of Leases made and entered into as of October 21, 1996, by and between Southern Capital Corporation, LLC, a Colorado limited liability company, as Grantor/Assignor (the "Grantor"), having its principal offices at 1055 Broadway, Suite 990, Kansas City, Missouri 64105-1599, and The Chase Manhattan Bank, as collateral agent (the "Collateral Agent"), having its principal offices at 270 Park Avenue, New York, NY 10017

Reference is hereby made to the Leases specified on Exhibit A attached hereto, by and between the Grantor and the Lessee identified on such Exhibit A (as the same have been and may be amended, supplemented, otherwise modified or renewed from time to time, the "Leases").

W I T N E S S E T H:

1. The Grantor, pursuant to that certain Assignment and Security Agreement (Chattel Mortgage) dated as of October 21, 1996, between the Grantor and the Collateral Agent has transferred, conveyed, warranted, mortgaged, delivered, pledged, assigned and granted to the Collateral Agent, its successors and assigns, all of the Grantor's rights, title and interest in and to the Collateral (as defined therein), including, without limitation, the RR Equipment and the Rental Collateral, all the Grantor's rights, interests and privileges, now or hereafter existing, in and to the Rental Collateral and any and all Proceeds of the foregoing.
2. As used in this Memorandum of Security Agreement and Assignment of Leases the following capitalized terms used herein and not otherwise defined herein shall have the meanings specified below. Any other term used herein and not otherwise defined herein shall have the meaning assigned to such term in the Competitive Advance and Revolving Credit Facility Agreement dated as of October 21, 1996, among Southern Capital Corporation, LLC, the Lenders (as defined therein), Bank of America Illinois, as documentation agent and The Chase Manhattan Bank as syndication agent and administrative agent.

"Rental Collateral" means all right, title and interest of the Grantor in and to every lease or car service contract (whether or not such lease or car service contract is in writing or is for a term certain, including, without limitation, per diem leases), now or hereafter existing, relating to the RR Equipment and all other leases constituting any portion of the Rail Portfolio, including, without limitation, the Leases, (each such lease and car service contract, including all amendments, riders, supplements, other modifications and schedules thereto and renewals thereof, an "Assigned Lease"), and including, without limitation, the immediate and continuing right to collect and receive any and all payments due and to become due under any Assigned Lease, whether as contractual obligations, damages or otherwise and all Proceeds of any thereof (such payments, the "Assigned Lease Proceeds").

"RR Equipment" means all rolling stock and is described on Exhibit A attached hereto.

"Proceeds" shall have the meaning assigned to such term in the UCC and, in any event, includes, without limitation, (a) any and all proceeds of any insurance, indemnity, warranty or guarantee payable to the Grantor from time to time with respect to any of the Collateral, (b) any and all payments (in any form whatsoever) made or due and payable to the Grantor from time to time in

connection with any requisition, confiscation, condemnation, seizure or forfeiture of any of the Collateral by any governmental authority (or any person acting under color of governmental authority) and (c) any and all other amounts from time to time paid or payable under or in connection with any of the Collateral.

"UCC" shall mean the Uniform Commercial Code as from time to time in effect in the State of New York.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be signed by its corporate officer as of the date first above written.

SOUTHERN CAPITAL CORPORATION, LLC,

by

Name: Richard P. Bruening
Title: Authorized Representative

by

Name:
Title: Authorized Representative

STATE OF)
) ss.:
COUNTY OF)

On this 21st day of October, 1996, before me personally appeared Richard P. Bruening, to me personally known, who being by me duly sworn, says that he is an Authorized Representative of SOUTHERN CAPITAL CORPORATION, LLC, that the foregoing instrument was signed on behalf of said limited liability company, and he acknowledged that the execution of the said instrument was his free act and deed.


NOTARY PUBLIC

My commission expires:

**JULIE A. ROBINSON
Notary Public - State of Missouri
Commissioned in Jackson County
My Commission Expires May 18, 1998**

connection with any requisition, confiscation, condemnation, seizure or forfeiture of any of the Collateral by any governmental authority (or any person acting under color of governmental authority) and (c) any and all other amounts from time to time paid or payable under or in connection with any of the Collateral.

"UCC" shall mean the Uniform Commercial Code as from time to time in effect in the State of New York.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be signed by its corporate officer as of the date first above written.

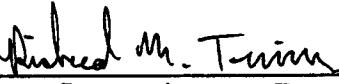
SOUTHERN CAPITAL CORPORATION, LLC,

by

Name:

Title: Authorized Representative

by



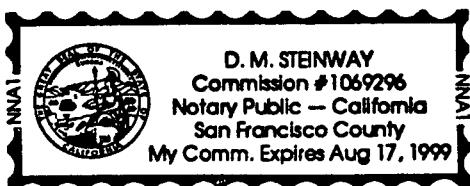
Name: RICHARD M. TINNEY

Title: Authorized Representative

State of California)
County of San Francisco)

On October 16, 1996 before me, D. M. Steinway, Notary Public, personally appeared Richard M. Tinnon, to me personally known, who being by me duly sworn, says that he is an Authorized Representative of SOUTHERN CAPITAL CORPORATION, LLC, that the foregoing instrument was signed on behalf of said limited liability company, and he acknowledged that the execution of the said instrument was his free act and deed.

Witness my hand and official seal.



D. M. Steinway
Notary Public

Exhibit "A"

<u>Lessee</u>	<u>Lease #</u>	<u>Equipment</u>	<u>Type</u>	<u>Number of Units</u>	<u>Unit Identity #'s</u>
KCSR	1	Locomotive GP38-2		10	KCS 4000-9
KCSR	1	Locomotive GP40-2		4	KCS 4736-9
BNSF	1	Locomotive GP40-2		25	BN 3040-64
KCSR	1	Locomotive SD40-2		22	KCS 608-29
KCSR	1	Locomotive SD40-2		10	KCS 657-66
KCSR	1	Locomotive SD40-2		8	KCS 600-7
KCSR	1	Locomotive MP-15		5	KCS 4363-7
KCSR	1	Locomotive SW1500		10	KCS 4352-61
KCSR	1	Locomotive GP38-2		5	KCS 4024-8
KCSR	1	Locomotive GP38-2		5	KCS 4010-1,29-31
KCSR	1	Locomotive GP40-2		2	KCS 4796-7
KCSR	1	Locomotive GP40-2		23	KCS 4700-22
KCSR	1	Locomotive GP40-2		2	KCS 4798-9
KCSR	1	Locomotive SD40-2		3	KCS 667-9
KCSR	1	Locomotive SD40-2		6	KCS 687-92
KCSR	1	Locomotive SD40-2		20	KCS 637-56
KCSR	1	Locomotive SD50		9	KCS 704,706-13
KCSR	1	Locomotive SW1500		18	KCS 4319-22,38-51
KCSR	1	Locomotive GP38-2		12	KCS 4012-23
KCSR	1	Locomotive GP40		11	KCS 4740-50
KCSR	1	Locomotive GP40-2		16	KCS 4780-95
KCSR	1	Locomotive SD40(10-2)		7	KCS 4607,11,18,21,31-3
KCSR	1	Locomotive SD40-2		5	KCS 695-9
KCSR	1	Locomotive SD45-T3		10	KCS 4500-9
KCSR	1	Locomotive SD40-2		10	KCS 677-86
KCSR	1	Locomotive SD40-X		4	KCS 700-3
KCSR	1	Locomotive SD45(t040)		5	KCS 630-4
KCSR	1	Locomotive SW1000		3	TNR 103-5
KCSR	1	Locomotive SW1500		15	KCS 4323-31,33-7,62
KCSR	1	Locomotive SW 900		1	TNR 901

Exhibit "A"

<u>Lessee</u>	<u>Lease #</u>	<u>Equipment</u>	<u>Type</u>	<u>Number of Units</u>	<u>Unit Identity (Group) #'s</u>	<u>1/</u>
*KCSR	2	Cars	60' 100tn Box	350	1	
KCSR	2	Cars	4750 cf Grain, 286	200	2	
KCSR	2	Cars	73' Centerbeam, 263	50	3	
KCSR	2	Cars	73' Centerbeam	182	4	
KCSR	2	Cars	4750 cf Grain, 286	74	5	
KCSR	2	Cars	4000cf Open Top Hopper	90	6	
KCSR	2	Cars	4750cf Covered Hopper	18	7a,b,c	
KCSR	2	Cars	4650cf Covered Hopper	37	8	
KCSR	2	Cars	4750cf Covered Hopper	30	9	
KCSR	2	Cars	5250cf Covered Hopper	41	10a,b	
KCSR	2	Cars	150tn Rotary gondola-cnvrted to woodchips	71	11	
KCSR	2	Cars	50' 70 tn Plate C Box	71	12	
KCSR	2	Cars	50' 100tn Cush Box w/load dividers	184	13	
KCSR	2	Cars	50' 70tn Plate B Box (Chrysler)	50	14	
KCSR	2	Cars	50' 70tn Plate C Rigid Box	94	15	
KCSR	2	Cars	50' 100tn Plate E Box	94	16	
KCSR	2	Cars	60' 100tn Plate F Box	140	17	
KCSR	2	Cars	50' 70tn Plate B Box (Chrysler)	48	18	
KCSR	2	Cars	60' 100tn Cush Plug Box, rebuilt 1995	50	19a,b	
KCSR	2	Cars	50' 100tn Cush Plug Box	186	20	
KCSR	2	Cars	50' 100tn Class A Paper Box	185	21	
KCSR	2	Cars	52' 100tn 5' side gondolas	297	22a,b,c,d,e	
KCSR	2	Cars	4000cf Open Top Hopper w/rotary coupler	110	23	
KCSR	2	Cars	50' 100tn Cush Plug Box	194	24	

1/ Attached

* KCSR - The Kansas City Southern Railway Company

GROUP #1

221	KCS 129445 - 3/96	276	KCS 129500 - 4/96	331	KCS 129555 - 4/96
222	KCS 129446 - 3/96	277	KCS 129501 - 4/96	332	KCS 129556 - 4/96
223	KCS 129447 - 3/96	278	KCS 129502 - 4/96	333	KCS 129557 - 4/96
224	KCS 129448 - 3/96	279	KCS 129503 - 4/96	334	KCS 129558 - 4/96
225	KCS 129449 - 3/96	280	KCS 129504 - 4/96	335	KCS 129559 - 4/96
226	KCS 129450 - 3/96	281	KCS 129505 - 4/96	336	KCS 129560 - 4/96
227	KCS 129451 - 3/96	282	KCS 129506 - 4/96	337	KCS 129561 - 4/96
228	KCS 129452 - 3/96	283	KCS 129507 - 4/96	338	KCS 129562 - 4/96
229	KCS 129453 - 3/96	284	KCS 129508 - 4/96	339	KCS 129563 - 4/96
230	KCS 129454 - 3/96	285	KCS 129509 - 4/96	340	KCS 129564 - 4/96
231	KCS 129455 - 3/96	286	KCS 129510 - 4/96	341	KCS 129565 - 4/96
232	KCS 129456 - 3/96	287	KCS 129511 - 4/96	342	KCS 129566 - 4/96
233	KCS 129457 - 3/96	288	KCS 129512 - 4/96	343	KCS 129567 - 4/96
234	KCS 129458 - 3/96	289	KCS 129513 - 4/96	344	KCS 129568 - 4/96
235	KCS 129459 - 3/96	290	KCS 129514 - 4/96	345	KCS 129569 - 4/96
236	KCS 129460 - 3/96	291	KCS 129515 - 4/96	346	KCS 129570 - 4/96
237	KCS 129461 - 3/96	292	KCS 129516 - 4/96	347	KCS 129571 - 4/96
238	KCS 129462 - 3/96	293	KCS 129517 - 4/96	348	KCS 129572 - 4/96
239	KCS 129463 - 4/96	294	KCS 129518 - 4/96	349	KCS 129573 - 4/96
240	KCS 129464 - 4/96	295	KCS 129519 - 4/96	350	KCS 129574 - 4/96
241	KCS 129465 - 3/96	296	KCS 129520 - 4/96		
242	KCS 129466 - 3/96	297	KCS 129521 - 4/96		
243	KCS 129467 - 4/96	298	KCS 129522 - 4/96		
244	KCS 129468 - 4/96	299	KCS 129523 - 4/96		
245	KCS 129469 - 4/96	300	KCS 129524 - 4/96		
246	KCS 129470 - 4/96	301	KCS 129525 - 4/96		
247	KCS 129471 - 4/96	302	KCS 129526 - 4/96		
248	KCS 129472 - 4/96	303	KCS 129527 - 4/96		
249	KCS 129473 - 4/96	304	KCS 129528 - 4/96		
250	KCS 129474 - 4/96	305	KCS 129529 - 4/96		
251	KCS 129475 - 4/96	306	KCS 129530 - 4/96		
252	KCS 129476 - 4/96	307	KCS 129531 - 4/96		
253	KCS 129477 - 4/96	308	KCS 129532 - 4/96		
254	KCS 129478 - 4/96	309	KCS 129533 - 4/96		
255	KCS 129479 - 4/96	310	KCS 129534 - 4/96		
256	KCS 129480 - 4/96	311	KCS 129535 - 4/96		
257	KCS 129481 - 4/96	312	KCS 129536 - 4/96		
258	KCS 129482 - 4/96	313	KCS 129537 - 4/96		
259	KCS 129483 - 4/96	314	KCS 129538 - 4/96		
260	KCS 129484 - 4/96	315	KCS 129539 - 4/96		
261	KCS 129485 - 4/96	316	KCS 129540 - 4/96		
262	KCS 129486 - 4/96	317	KCS 129541 - 4/96		
263	KCS 129487 - 4/96	318	KCS 129542 - 4/96		
264	KCS 129488 - 4/96	319	KCS 129543 - 4/96		
265	KCS 129489 - 4/96	320	KCS 129544 - 4/96		
266	KCS 129490 - 4/96	321	KCS 129545 - 4/96		
267	KCS 129491 - 4/96	322	KCS 129546 - 4/96		
268	KCS 129492 - 4/96	323	KCS 129547 - 4/96		
269	KCS 129493 - 4/96	324	KCS 129548 - 4/96		
270	KCS 129494 - 4/96	325	KCS 129549 - 4/96		
271	KCS 129495 - 4/96	326	KCS 129550 - 4/96		
272	KCS 129496 - 4/96	327	KCS 129551 - 4/96		
273	KCS 129497 - 4/96	328	KCS 129552 - 4/96		
274	KCS 129498 - 4/96	329	KCS 129553 - 4/96		
275	KCS 129499 - 4/96	330	KCS 129554 - 4/96		

GROUP #1

1	KCS 129225 - 2/96	56	KCS 129280 - 2/96	111	KCS 129335 - 2/96	166	KCS 129390 - 3/96
2	KCS 129226 - 2/96	57	KCS 129281 - 2/96	112	KCS 129336 - 2/96	167	KCS 129391 - 3/96
3	KCS 129227 - 2/96	58	KCS 129282 - 2/96	113	KCS 129337 - 2/96	168	KCS 129392 - 3/96
4	KCS 129228 - 2/96	59	KCS 129283 - 2/96	114	KCS 129338 - 2/96	169	KCS 129393 - 3/96
5	KCS 129229 - 2/96	60	KCS 129284 - 2/96	115	KCS 129339 - 2/96	170	KCS 129394 - 3/96
6	KCS 129230 - 2/96	61	KCS 129285 - 2/96	116	KCS 129340 - 2/96	171	KCS 129395 - 3/96
7	KCS 129231 - 2/96	62	KCS 129286 - 2/96	117	KCS 129341 - 2/96	172	KCS 129396 - 3/96
8	KCS 129232 - 2/96	63	KCS 129287 - 2/96	118	KCS 129342 - 2/96	173	KCS 129397 - 3/96
9	KCS 129233 - 2/96	64	KCS 129288 - 2/96	119	KCS 129343 - 2/96	174	KCS 129398 - 3/96
10	KCS 129234 - 2/96	65	KCS 129289 - 2/96	120	KCS 129344 - 3/96	175	KCS 129399 - 3/96
11	KCS 129235 - 2/96	66	KCS 129290 - 2/96	121	KCS 129345 - 3/96	176	KCS 129400 - 3/96
12	KCS 129236 - 2/96	67	KCS 129291 - 2/96	122	KCS 129346 - 2/96	177	KCS 129401 - 3/96
13	KCS 129237 - 2/96	68	KCS 129292 - 2/96	123	KCS 129347 - 3/96	178	KCS 129402 - 3/96
14	KCS 129238 - 2/96	69	KCS 129293 - 2/96	124	KCS 129348 - 2/96	179	KCS 129403 - 3/96
15	KCS 129239 - 2/96	70	KCS 129294 - 2/96	125	KCS 129349 - 3/96	180	KCS 129404 - 3/96
16	KCS 129240 - 2/96	71	KCS 129295 - 2/96	126	KCS 129350 - 3/96	181	KCS 129405 - 3/96
17	KCS 129241 - 2/96	72	KCS 129296 - 2/96	127	KCS 129351 - 3/96	182	KCS 129406 - 3/96
18	KCS 129242 - 2/96	73	KCS 129297 - 2/96	128	KCS 129352 - 2/96	183	KCS 129407 - 3/96
19	KCS 129243 - 2/96	74	KCS 129298 - 2/96	129	KCS 129353 - 2/96	184	KCS 129408 - 3/96
20	KCS 129244 - 2/96	75	KCS 129299 - 2/96	130	KCS 129354 - 2/96	185	KCS 129409 - 3/96
21	KCS 129245 - 2/96	76	KCS 129300 - 2/96	131	KCS 129355 - 2/96	186	KCS 129410 - 3/96
22	KCS 129246 - 2/96	77	KCS 129301 - 2/96	132	KCS 129356 - 2/96	187	KCS 129411 - 3/96
23	KCS 129247 - 2/96	78	KCS 129302 - 2/96	133	KCS 129357 - 2/96	188	KCS 129412 - 3/96
24	KCS 129248 - 2/96	79	KCS 129303 - 2/96	134	KCS 129358 - 2/96	189	KCS 129413 - 3/96
25	KCS 129249 - 2/96	80	KCS 129304 - 2/96	135	KCS 129359 - 3/96	190	KCS 129414 - 3/96
26	KCS 129250 - 2/96	81	KCS 129305 - 2/96	136	KCS 129360 - 3/96	191	KCS 129415 - 3/96
27	KCS 129251 - 2/96	82	KCS 129306 - 2/96	137	KCS 129361 - 3/96	192	KCS 129416 - 3/96
28	KCS 129252 - 2/96	83	KCS 129307 - 2/96	138	KCS 129362 - 3/96	193	KCS 129417 - 3/96
29	KCS 129253 - 2/96	84	KCS 129308 - 2/96	139	KCS 129363 - 3/96	194	KCS 129418 - 3/96
30	KCS 129254 - 2/96	85	KCS 129309 - 2/96	140	KCS 129364 - 3/96	195	KCS 129419 - 3/96
31	KCS 129255 - 2/96	86	KCS 129310 - 2/96	141	KCS 129365 - 3/96	196	KCS 129420 - 3/96
32	KCS 129256 - 2/96	87	KCS 129311 - 2/96	142	KCS 129366 - 3/96	197	KCS 129421 - 3/96
33	KCS 129257 - 2/96	88	KCS 129312 - 2/96	143	KCS 129367 - 3/96	198	KCS 129422 - 3/96
34	KCS 129258 - 2/96	89	KCS 129313 - 2/96	144	KCS 129368 - 3/96	199	KCS 129423 - 3/96
35	KCS 129259 - 2/96	90	KCS 129314 - 2/96	145	KCS 129369 - 3/96	200	KCS 129424 - 3/96
36	KCS 129260 - 2/96	91	KCS 129315 - 2/96	146	KCS 129370 - 3/96	201	KCS 129425 - 3/96
37	KCS 129261 - 2/96	92	KCS 129316 - 2/96	147	KCS 129371 - 3/96	202	KCS 129426 - 3/96
38	KCS 129262 - 2/96	93	KCS 129317 - 2/96	148	KCS 129372 - 3/96	203	KCS 129427 - 3/96
39	KCS 129263 - 2/96	94	KCS 129318 - 2/96	149	KCS 129373 - 3/96	204	KCS 129428 - 3/96
40	KCS 129264 - 2/96	95	KCS 129319 - 2/96	150	KCS 129374 - 3/96	205	KCS 129429 - 3/96
41	KCS 129265 - 2/96	96	KCS 129320 - 2/96	151	KCS 129375 - 3/96	206	KCS 129430 - 3/96
42	KCS 129266 - 2/96	97	KCS 129321 - 2/96	152	KCS 129376 - 3/96	207	KCS 129431 - 3/96
43	KCS 129267 - 2/96	98	KCS 129322 - 2/96	153	KCS 129377 - 3/96	208	KCS 129432 - 3/96
44	KCS 129268 - 2/96	99	KCS 129323 - 2/96	154	KCS 129378 - 3/96	209	KCS 129433 - 3/96
45	KCS 129269 - 2/96	100	KCS 129324 - 2/96	155	KCS 129379 - 3/96	210	KCS 129434 - 3/96
46	KCS 129270 - 2/96	101	KCS 129325 - 2/96	156	KCS 129380 - 3/96	211	KCS 129435 - 3/96
47	KCS 129271 - 2/96	102	KCS 129326 - 2/96	157	KCS 129381 - 3/96	212	KCS 129436 - 3/96
48	KCS 129272 - 2/96	103	KCS 129327 - 2/96	158	KCS 129382 - 3/96	213	KCS 129437 - 3/96
49	KCS 129273 - 2/96	104	KCS 129328 - 3/96	159	KCS 129383 - 3/96	214	KCS 129438 - 3/96
50	KCS 129274 - 2/96	105	KCS 129329 - 2/96	160	KCS 129384 - 3/96	215	KCS 129439 - 3/96
51	KCS 129275 - 2/96	106	KCS 129330 - 2/96	161	KCS 129385 - 3/96	216	KCS 129440 - 3/96
52	KCS 129276 - 2/96	107	KCS 129331 - 2/96	162	KCS 129386 - 3/96	217	KCS 129441 - 3/96
53	KCS 129277 - 2/96	108	KCS 129332 - 2/96	163	KCS 129387 - 3/96	218	KCS 129442 - 3/96
54	KCS 129278 - 2/96	109	KCS 129333 - 2/96	164	KCS 129388 - 3/96	219	KCS 129443 - 3/96
55	KCS 129279 - 2/96	110	KCS 129334 - 2/96	165	KCS 129389 - 3/96	220	KCS 129444 - 3/96

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #2

1	KCS	310400
2	KCS	310401
3	KCS	310402
4	KCS	310403
5	KCS	310404
6	KCS	310405
7	KCS	310406
8	KCS	310407
9	KCS	310408
10	KCS	310409
11	KCS	310410
12	KCS	310411
13	KCS	310412
14	KCS	310413
15	KCS	310414
16	KCS	310415
17	KCS	310416
18	KCS	310417
19	KCS	310418
20	KCS	310419
21	KCS	310420
22	KCS	310421
23	KCS	310422
24	KCS	310423
25	KCS	310424
26	KCS	310425
27	KCS	310426
28	KCS	310427
29	KCS	310428
30	KCS	310429
31	KCS	310430
32	KCS	310431
33	KCS	310432
34	KCS	310433
35	KCS	310434
36	KCS	310435
37	KCS	310436
38	KCS	310437
39	KCS	310438
40	KCS	310439
41	KCS	310440
42	KCS	310441
43	KCS	310442
44	KCS	310443
45	KCS	310444
46	KCS	310445
47	KCS	310446
48	KCS	310447
49	KCS	310448
50	KCS	310449

C113 N0170

51	KCS	310450
52	KCS	310451
53	KCS	310452
54	KCS	310453
55	KCS	310454
56	KCS	310455
57	KCS	310456
58	KCS	310457
59	KCS	310458
60	KCS	310459
61	KCS	310460
62	KCS	310461
63	KCS	310462
64	KCS	310463
65	KCS	310464
66	KCS	310465
67	KCS	310466
68	KCS	310467
69	KCS	310468
70	KCS	310469
71	KCS	310470
72	KCS	310471
73	KCS	310472
74	KCS	310473
75	KCS	310474
76	KCS	310475
77	KCS	310476
78	KCS	310477
79	KCS	310478
80	KCS	310479
81	KCS	310480
82	KCS	310481
83	KCS	310482
84	KCS	310483
85	KCS	310484
86	KCS	310485
87	KCS	310486
88	KCS	310487
89	KCS	310488
90	KCS	310489
91	KCS	310490
92	KCS	310491
93	KCS	310492
94	KCS	310493
95	KCS	310494
96	KCS	310495
97	KCS	310496
98	KCS	310497
99	KCS	310498
100	KCS	310499
101	KCS	310500
102	KCS	310501
103	KCS	310502
104	KCS	310503
105	KCS	310504
106	KCS	310505
107	KCS	310506
108	KCS	310507
109	KCS	310508
110	KCS	310509
111	KCS	310510
112	KCS	310511
113	KCS	310512
114	KCS	310513
115	KCS	310514
116	KCS	310515
117	KCS	310516
118	KCS	310517
119	KCS	310518
120	KCS	310519
121	KCS	310520
122	KCS	310521
123	KCS	310522
124	KCS	310523
125	KCS	310524
126	KCS	310525
127	KCS	310526
128	KCS	310527
129	KCS	310528
130	KCS	310529
131	KCS	310530
132	KCS	310531
133	KCS	310532
134	KCS	310533
135	KCS	310534
136	KCS	310535
137	KCS	310536
138	KCS	310537
139	KCS	310538
140	KCS	310539
141	KCS	310540
142	KCS	310541
143	KCS	310542
144	KCS	310543
145	KCS	310544
146	KCS	310545
147	KCS	310546
148	KCS	310547
149	KCS	310548
150	KCS	310549

200 CARS

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #3

F483 N0171

50 CARS

1 KCS 711100
2 KCS 711101
3 KCS 711102
4 KCS 711103
5 KCS 711104
6 KCS 711105
7 KCS 711106
8 KCS 711107
9 KCS 711108
10 KCS 711109
11 KCS 711110
12 KCS 711111
13 KCS 711112
14 KCS 711113
15 KCS 711114
16 KCS 711115
17 KCS 711116
18 KCS 711117
19 KCS 711118
20 KCS 711119
21 KCS 711120
22 KCS 711121
23 KCS 711122
24 KCS 711123
25 KCS 711124
26 KCS 711125
27 KCS 711126
28 KCS 711127
29 KCS 711128
30 KCS 711129
31 KCS 711130
32 KCS 711131
33 KCS 711132
34 KCS 711133
35 KCS 711134
36 KCS 711135
37 KCS 711136
38 KCS 711137
39 KCS 711138
40 KCS 711139
41 KCS 711140
42 KCS 711141
43 KCS 711142
44 KCS 711143
45 KCS 711144
46 KCS 711145
47 KCS 711146
48 KCS 711147
49 KCS 711148
50 KCS 711149

GROUP #4

100 Ton Center Bulkhead Flatcars

MSRC-6000	MSRC-6049	MSRC-2326	MSRC-2373
MSRC-6001	MSRC-2050	MSRC-2327	MSRC-2374
MSRC-6002	MSRC-2051	MSRC-2328	MSRC-2375
MSRC-6003	MSRC-2052	MSRC-2329	MSRC-2376
MSRC-6004	MSRC-2053	MSRC-2330	MSRC-2377
MSRC-6005	MSRC-2054	MSRC-2331	MSRC-2378
MSRC-6006	MSRC-2055	MSRC-2332	MSRC-2379
MSRC-6007	MSRC-2056	MSRC-2333	MSRC-2380
MSRC-6008	MSRC-2057	MSRC-2334	MSRC-2381
MSRC-6009	MSRC-2058	MSRC-2335	MSRC-2382
MSRC-6010	MSRC-2059	MSRC-2336	MSRC-2383
MSRC-6011	MSRC-2060	MSRC-2337	MSRC-2384
MSRC-6012	MSRC-2061	MSRC-2338	MSRC-2385
MSRC-6013	MSRC-2062	MSRC-2339	MSRC-2386
MSRC-6015	MSRC-2063	MSRC-2340	MSRC-2387
MSRC-6016	MSRC-2064	MSRC-2341	MSRC-2388
MSRC-6017	MSRC-2065	MSRC-2342	MSRC-2389
MSRC-6018	MSRC-2066	MSRC-2343	MSRC-2390
MSRC-6019	MSRC-2067	MSRC-2344	MSRC-2391
MSRC-6020	MSRC-2068	MSRC-2345	MSRC-2392
MSRC-6021	MSRC-2069	MSRC-2346	MSRC-2393
MSRC-6022	MSRC-2300	MSRC-2347	MSRC-2394
MSRC-6023	MSRC-2301	MSRC-2348	MSRC-2395
MSRC-6024	MSRC-2302	MSRC-2349	MSRC-2396
MSRC-6025	MSRC-2303	MSRC-2350	MSRC-2397
MSRC-6026	MSRC-2304	MSRC-2351	MSRC-2398
MSRC-6027	MSRC-2305	MSRC-2352	MSRC-2399
MSRC-6028	MSRC-2306	MSRC-2353	MSRC-2465
MSRC-6029	MSRC-2307	MSRC-2354	MSRC-2466
MSRC-6030	MSRC-2308	MSRC-2355	MSRC-2467
MSRC-6031	MSRC-2309	MSRC-2356	MSRC-2468
MSRC-6032	MSRC-2310	MSRC-2357	MSRC-2469
MSRC-6033	MSRC-2311	MSRC-2358	MSRC-2470
MSRC-6034	MSRC-2312	MSRC-2359	MSRC-2471
MSRC-6035	MSRC-2313	MSRC-2360	MSRC-2472
MSRC-6036	MSRC-2314	MSRC-2361	MSRC-2473
MSRC-6037	MSRC-2315	MSRC-2362	MSRC-2474
MSRC-6038	MSRC-2316	MSRC-2363	MSRC-2476
MSRC-6039	MSRC-2317	MSRC-2364	MSRC-2477
MSRC-6040	MSRC-2318	MSRC-2365	MSRC-2478
MSRC-6041	MSRC-2319	MSRC-2366	MSRC-2479
MSRC-6042	MSRC-2320	MSRC-2367	
MSRC-6043	MSRC-2321	MSRC-2368	182
MSRC-6045	MSRC-2322	MSRC-2369	
MSRC-6046	MSRC-2323	MSRC-2370	
MSRC-6047	MSRC-2324	MSRC-2371	
MSRC-6048	MSRC-2325	MSRC-2372	

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #5

C113 N0169

74 CARS

1	KCS	310100	51	KCS	310150
2	KCS	310101	52	KCS	310151
3	KCS	310102	53	KCS	310152
4	KCS	310103	54	KCS	310153
5	KCS	310104	55	KCS	310154
6	KCS	310105	56	KCS	310155
7	KCS	310106	57	KCS	310156
8	KCS	310107	58	KCS	310157
9	KCS	310108	59	KCS	310158
10	KCS	310109	60	KCS	310159
11	KCS	310110	61	KCS	310160
12	KCS	310111	62	KCS	310161
13	KCS	310112	63	KCS	310162
14	KCS	310113	64	KCS	310163
15	KCS	310114	65	KCS	310164
16	KCS	310115	66	KCS	310165
17	KCS	310116	67	KCS	310166
18	KCS	310117	68	KCS	310167
19	KCS	310118	69	KCS	310168
20	KCS	310119	70	KCS	310169
21	KCS	310120	71	KCS	130170
22	KCS	310121	72	KCS	310171
23	KCS	310122	73	KCS	310172
24	KCS	310123	74	KCS	310173
25	KCS	310124			
26	KCS	310125			
27	KCS	310126			
28	KCS	310127			
29	KCS	310128			
30	KCS	310129			
31	KCS	310130			
32	KCS	310131			
33	KCS	310132			
34	KCS	310133			
35	KCS	310134			
36	KCS	310135			
37	KCS	310136			
38	KCS	310137			
39	KCS	310138			
40	KCS	310139			
41	KCS	310140			
42	KCS	310141			
43	KCS	310142			
44	KCS	310143			
45	KCS	314144			
46	KCS	310145			
47	KCS	310146			
48	KCS	310147			
49	KCS	310148			
50	KCS	310149			

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #6

K440 00163

90 CARS

1	KCS	220051	51	KCS	221066
2	KCS	220078	52	KCS	221139
3	KCS	220094	53	KCS	221171
4	KCS	220116	54	KCS	221198
5	KCS	220132	55	KCS	221279
6	KCS	220141	56	KCS	221295
7	KCS	220167	57	KCS	221317
8	KCS	220175	58	KCS	221376
9	KCS	220183	59	KCS	221392
10	KCS	220191	60	KCS	221422
11	KCS	220205	61	KCS	221449
12	KCS	220213	62	KCS	221481
13	KCS	220221	63	KCS	221490
14	KCS	220230	64	KCS	221538
15	KCS	220248	65	KCS	221571
16	KCS	220256	66	KCS	221597
17	KCS	220272	67	KCS	221601
18	KCS	220281	68	KCS	221619
19	KCS	220302	69	KCS	221627
20	KCS	220311	70	KCS	221643
21	KCS	220329	71	KCS	221651
22	KCS	220353	72	KCS	221686
23	KCS	220361	73	KCS	221716
24	KCS	220418	74	KCS	221724
25	KCS	220442	75	KCS	221759
26	KCS	220451	76	KCS	221767
27	KCS	220493	77	KCS	221775
28	KCS	220507	78	KCS	221783
29	KCS	220515	79	KCS	221791
30	KCS	220523	80	KCS	221805
31	KCS	220531	81	KCS	221821
32	KCS	220558	82	KCS	221848
33	KCS	220639	83	KCS	221856
34	KCS	220647	84	KCS	221872
35	KCS	220655	85	KCS	221881
36	KCS	220701	86	KCS	221911
37	KCS	220744	87	KCS	221929
38	KCS	220761	88	KCS	221945
39	KCS	220868	89	KCS	221970
40	KCS	220876	90	KCS	221996
41	KCS	220884			
42	KCS	220892			
43	KCS	220914			
44	KCS	220949			
45	KCS	220965			
46	KCS	220973			
47	KCS	220981			
48	KCS	221015			
49	KCS	221023			
50	KCS	221040			

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #7a

C113 00156

3 CARS

1 KCS 303046
2 KCS 303054
3 KCS 303062

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #7b

C113 N0091

12 CARS

1	KCS	303003
2	KCS	303011
3	KCS	303020
4	KCS	303038
5	KCS	303071
6	KCS	303089
7	KCS	303097
8	KCS	303101
9	KCS	303119
10	KCS	303127
11	KCS	303135
12	KCS	313143

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #7c

C113 N0092

3 CARS

1 KCS 302864
2 KCS 302872
3 KCS 302881

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #8

C113 00127

37 CARS

1 KCS 5400
2 KCS 5401
3 KCS 5402
4 KCS 5404
5 KCS 5405
6 KCS 5406
7 KCS 5408
8 KCS 5411
9 KCS 5413
10 KCS 5415
11 KCS 5417
12 KCS 5418
13 KCS 5419
14 KCS 5420
15 KCS 5423
16 KCS 5424
17 KCS 5425
18 KCS 5426
19 KCS 5428
20 KCS 5429
21 KCS 5430
22 KCS 5432
23 KCS 5433
24 KCS 5434
25 KCS 5436
26 KCS 5437
27 KCS 5438
28 KCS 5439
29 KCS 5440
30 KCS 5441
31 KCS 5442
32 KCS 5443
33 KCS 5444
34 KCS 5445
35 KCS 5446
36 KCS 5447
37 KCS 5448

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #9

C113 N0066

30 CARS

1 KCS 5502
2 KCS 5503
3 KCS 5506
4 KCS 5508
5 KCS 5510
6 KCS 5511
7 KCS 5512
8 KCS 5516
9 KCS 5517
10 KCS 5518
11 KCS 5520
12 KCS 5521
13 KCS 5522
14 KCS 5524
15 KCS 5526
16 KCS 5527
17 KCS 5528
18 KCS 5529
19 KCS 5530
20 KCS 5532
21 KCS 5533
22 KCS 5534
23 KCS 5537
24 KCS 5538
25 KCS 5541
26 KCS 5543
27 KCS 5545
28 KCS 5546
29 KCS 5547
30 KCS 5549

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #10a

C114 00153

8 CARS

1 KCS 8000

2 KCS 8001

3 KCS 8002

4 KCS 8003

5 KCS 8004

6 KCS 8007

7 KCS 8011

8 KCS 8012 CARLAND

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #10b

C114 N0067

33 CARS

1 KCS 5450
2 KCS 5452
3 KCS 5454
4 KCS 5455
5 KCS 5456
6 KCS 5457
7 KCS 5459
8 KCS 5460
9 KCS 5463
10 KCS 5464
11 KCS 5466
12 KCS 5467
13 KCS 5468
14 KCS 5469
15 KCS 5471
16 KCS 5472
17 KCS 5473
18 KCS 5474
19 KCS 5475
20 KCS 5476
21 KCS 5478
22 KCS 5480
23 KCS 5481
24 KCS 5482
25 KCS 5483
26 KCS 5484
27 KCS 5486
28 KCS 5489
29 KCS 5490
30 KCS 5492
31 KCS 5493
32 KCS 5496
33 KCS 5497

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #11

J404 SH166

71 CARS

1	KCS	404004	51	KCS	404535
2	KCS	404012	52	KCS	404543
3	KCS	404021	53	KCS	404551
4	KCS	404039	54	KCS	404560
5	KCS	404047	55	KCS	404578
6	KCS	404055	56	KCS	404586
7	KCS	404063	57	KCS	404594
8	KCS	404098	58	KCS	404608
9	KCS	404101	59	KCS	404624
10	KCS	404110	60	KCS	404632
11	KCS	404128	61	KCS	404641
12	KCS	404136	62	KCS	404659
13	KCS	404144	63	KCS	404667
14	KCS	404152	64	KCS	404675
15	KCS	404161	65	KCS	404683
16	KCS	404179	66	KCS	404691
17	KCS	404187	67	KCS	404705
18	KCS	404195	68	KCS	404713
19	KCS	404209	69	KCS	404721
20	KCS	404217	70	KCS	404730
21	KCS	404225	71	KCS	404748
22	KCS	404233			
23	KCS	404241			
24	KCS	404250			
25	KCS	404268			
26	KCS	404276			
27	KCS	404284			
28	KCS	404292			
29	KCS	404306			
30	KCS	404314			
31	KCS	414322			
32	KCS	404331			
33	KCS	404349			
34	KCS	404357			
35	KCS	404365			
36	KCS	404373			
37	KCS	404381			
38	KCS	404390			
39	KCS	404403			
40	KCS	404411			
41	KCS	404420			
42	KCS	404438			
43	KCS	404446			
44	KCS	404454			
45	KCS	404462			
46	KCS	404471			
47	KCS	404489			
48	KCS	404497			
49	KCS	404501			
50	KCS	404527			

SOUTHERN LEASING CORPORATION

GROUP#12

Southern Leasing

70 Ton Plate C 50' with 10 ' sliding door

KCS 21000	KCS 21031	KCS 21062
KCS 21001	KCS 21032	KCS 21063
KCS 21002	KCS 21033	KCS 21064
KCS 21003	KCS 21034	KCS 21065
KCS 21004	KCS 21035	KCS 21066
KCS 21005	KCS 21036	KCS 21067
KCS 21006	KCS 21037	KCS 21068
KCS 21007	KCS 21038	KCS 21069
KCS 21008	KCS 21039	KCS 21070
KCS 21009	KCS 21040	
KCS 21010	KCS 21041	71
KCS 21011	KCS 21042	
KCS 21012	KCS 21043	
KCS 21013	KCS 21044	
KCS 21014	KCS 21045	
KCS 21015	KCS 21046	
KCS 21016	KCS 21047	
KCS 21017	KCS 21048	
KCS 21018	KCS 21049	
KCS 21019	KCS 21050	
KCS 21020	KCS 21051	
KCS 21021	KCS 21052	
KCS 21022	KCS 21053	
KCS 21023	KCS 21054	
KCS 21024	KCS 21055	
KCS 21025	KCS 21056	
KCS 21026	KCS 21057	
KCS 21027	KCS 21058	
KCS 21028	KCS 21059	
KCS 21029	KCS 21060	
KCS 21030	KCS 21061	

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #13

A435 00161

184 CARS

1	KCS	152005	51	KCS	152587	101	KCS	153117	151	KCS	153648
2	KCS	152013	52	KCS	152595	102	KCS	153125	152	KCS	153664
3	KCS	152021	53	KCS	152609	103	KCS	153133	153	KCS	153672
4	KCS	152030	54	KCS	152617	104	KCS	153141	154	KCS	153681
5	KCS	152048	55	KCS	152625	105	KCS	153150	155	KCS	153699
6	KCS	152056	56	KCS	152633	106	KCS	153168	156	KCS	153702
7	KCS	152064	57	KCS	152641	107	KCS	153176	157	KCS	153711
8	KCS	152072	58	KCS	152650	108	KCS	153184	158	KCS	153729
9	KCS	152081	59	KCS	152668	109	KCS	153192	159	KCS	153737
10	KCS	152111	60	KCS	152676	110	KCS	153206	160	KCS	153745
11	KCS	152129	61	KCS	152684	111	KCS	153214	161	KCS	153753
12	KCS	152137	62	KCS	152692	112	KCS	153222	162	KCS	153761
13	KCS	152145	63	KCS	152706	113	KCS	153231	163	KCS	153770
14	KCS	152153	64	KCS	152714	114	KCS	153257	164	KCS	153788
15	KCS	152161	65	KCS	152722	115	KCS	153265	165	KCS	153796
16	KCS	152170	66	KCS	152731	116	KCS	153273	166	KCS	153800
17	KCS	152188	67	KCS	152749	117	KCS	153281	167	KCS	153818
18	KCS	152196	68	KCS	152757	118	KCS	153290	168	KCS	153826
19	KCS	152200	69	KCS	152765	119	KCS	153303	169	KCS	153834
20	KCS	152226	70	KCS	152773	120	KCS	153311	170	KCS	153842
21	KCS	152234	71	KCS	152781	121	KCS	153320	171	KCS	153851
22	KCS	152242	72	KCS	152790	122	KCS	153338	172	KCS	153869
23	KCS	152269	73	KCS	152811	123	KCS	153346	173	KCS	153877
24	KCS	152277	74	KCS	152820	124	KCS	153354	174	KCS	153885
25	KCS	152285	75	KCS	152838	125	KCS	153371	175	KCS	153893
26	KCS	152307	76	KCS	152846	126	KCS	153389	176	KCS	153915
27	KCS	152315	77	KCS	152854	127	KCS	153397	177	KCS	153923
28	KCS	152331	78	KCS	152862	128	KCS	153401	178	KCS	153931
29	KCS	152340	79	KCS	152889	129	KCS	153419	179	KCS	153940
30	KCS	152374	80	KCS	152897	130	KCS	153427	180	KCS	153958
31	KCS	152382	81	KCS	152919	131	KCS	153443	181	KCS	153966
32	KCS	152391	82	KCS	152927	132	KCS	153451	182	KCS	153974
33	KCS	152404	83	KCS	152935	133	KCS	153460	183	KCS	153982
34	KCS	152412	84	KCS	152943	134	KCS	153478	184	KCS	153991
35	KCS	152421	85	KCS	152951	135	KCS	153486			
36	KCS	152439	86	KCS	152960	136	KCS	153494			
37	KCS	152447	87	KCS	152978	137	KCS	153508			
38	KCS	152455	88	KCS	152986	138	KCS	153516			
39	KCS	152463	89	KCS	152994	139	KCS	153524			
40	KCS	152471	90	KCS	153001	140	KCS	153532			
41	KCS	152480	91	KCS	153010	141	KCS	153541			
42	KCS	152498	92	KCS	153028	142	KCS	153559			
43	KCS	152501	93	KCS	153036	143	KCS	153567			
44	KCS	152510	94	KCS	153044	144	KCS	153575			
45	KCS	152528	95	KCS	153052	145	KCS	153583			
46	KCS	152536	96	KCS	153061	146	KCS	153591			
47	KCS	152544	97	KCS	153079	147	KCS	153605			
48	KCS	152552	98	KCS	153087	148	KCS	153613			
49	KCS	152561	99	KCS	153095	149	KCS	153621			
50	KCS	152579	100	KCS	153109	150	KCS	153630			

SOUTHERN LEASING CORPORATION

GROUP#14

Southern Leasing

Description

70 Ton Plate B 50' with 10 ' sliding door

Unit No

KCS 14000	KCS 14036
KCS 14001	KCS 14037
KCS 14002	KCS 14038
KCS 14003	KCS 14039
KCS 14004	KCS 14040
KCS 14005	KCS 14041
KCS 14006	KCS 14042
KCS 14007	KCS 14043
KCS 14008	KCS 14044
KCS 14009	KCS 14045
KCS 14010	KCS 14046
KCS 14011	KCS 14047
KCS 14012	KCS 14048
KCS 14013	KCS 14049
KCS 14014	
KCS 14015	50
KCS 14016	
KCS 14017	
KCS 14018	
KCS 14019	
KCS 14020	
KCS 14021	
KCS 14022	
KCS 14023	
KCS 14024	
KCS 14025	
KCS 14026	
KCS 14027	
KCS 14028	
KCS 14029	
KCS 14030	
KCS 14031	
KCS 14032	
KCS 14033	
KCS 14034	
KCS 14035	

SOUTHERN LEASING CORPORATION

GROUP#15

Southern Leasing

70 Ton Plate C 50' with 10'sliding door

KCS 161000	KCS 161040	KCS 161080
KCS 161001	KCS 161041	KCS 161081
KCS 161002	KCS 161042	KCS 161082
KCS 161003	KCS 161043	KCS 161083
KCS 161004	KCS 161044	KCS 161084
KCS 161005	KCS 161045	KCS 161085
KCS 161006	KCS 161046	KCS 161086
KCS 161007	KCS 161047	KCS 161087
KCS 161008	KCS 161048	KCS 161088
KCS 161009	KCS 161049	KCS 161089
KCS 161010	KCS 161050	KCS 161090
KCS 161011	KCS 161051	KCS 161091
KCS 161012	KCS 161052	KCS 161092
KCS 161013	KCS 161053	KCS 161093
KCS 161014	KCS 161054	
KCS 161015	KCS 161055	94
KCS 161016	KCS 161056	
KCS 161017	KCS 161057	
KCS 161018	KCS 161058	
KCS 161019	KCS 161059	
KCS 161020	KCS 161060	
KCS 161021	KCS 161061	
KCS 161022	KCS 161062	
KCS 161023	KCS 161063	
KCS 161024	KCS 161064	
KCS 161025	KCS 161065	
KCS 161026	KCS 161066	
KCS 161027	KCS 161067	
KCS 161028	KCS 161068	
KCS 161029	KCS 161069	
KCS 161030	KCS 161070	
KCS 161031	KCS 161071	
KCS 161032	KCS 161072	
KCS 161033	KCS 161073	
KCS 161034	KCS 161074	
KCS 161035	KCS 161075	
KCS 161036	KCS 161076	
KCS 161037	KCS 161077	
KCS 161038	KCS 161078	
KCS 161039	KCS 161079	

GROUP #16

50 Ft 100 Ton Boxcar w/ Bulkhead

KCS 151009	KCS 151459	KCS 151912
KCS 151017	KCS 151467	KCS 151921
KCS 151025	KCS 151475	KCS 151939
KCS 151033	KCS 151483	KCS 151947
KCS 151041	KCS 151491	KCS 151955
KCS 151050	KCS 151505	KCS 151963
KCS 151068	KCS 151513	KCS 151980
KCS 151076	KCS 151521	KCS 151998
KCS 151084	KCS 151530	
KCS 151092	KCS 151548	94
KCS 151106	KCS 151556	
KCS 151114	KCS 151564	
KCS 151122	KCS 151572	
KCS 151131	KCS 151581	
KCS 151149	KCS 151599	
KCS 151157	KCS 151602	
KCS 151165	KCS 151611	
KCS 151173	KCS 151629	
KCS 151181	KCS 151637	
KCS 151190	KCS 151645	
KCS 151203	KCS 151661	
KCS 151220	KCS 151670	
KCS 151238	KCS 151688	
KCS 151246	KCS 151696	
KCS 151254	KCS 151700	
KCS 151262	KCS 151718	
KCS 151271	KCS 151726	
KCS 151289	KCS 151742	
KCS 151297	KCS 151751	
KCS 151301	KCS 151769	
KCS 151319	KCS 151777	
KCS 151327	KCS 151785	
KCS 151335	KCS 151793	
KCS 151343	KCS 151815	
KCS 151351	KCS 151823	
KCS 151360	KCS 151831	
KCS 151378	KCS 151840	
KCS 151386	KCS 151858	
KCS 151408	KCS 151866	
KCS 151416	KCS 151874	
KCS 151424	KCS 151882	
KCS 151432	KCS 151891	
KCS 151441	KCS 151904	

GROUP #17

60 Ft 100 Ton Boxcar

KCS 126004	KCS 126489	KCS 126969	KCS 127361
KCS 126012	KCS 126497	KCS 126977	KCS 127370
KCS 126021	KCS 126501	KCS 126985	KCS 127388
KCS 126039	KCS 126519	KCS 126993	KCS 127396
KCS 126047	KCS 126535	KCS 127001	KCS 127400
KCS 126055	KCS 126543	KCS 127019	KCS 127418
KCS 126063	KCS 126551	KCS 127027	KCS 127426
KCS 126071	KCS 126560	KCS 127035	KCS 127434
KCS 126080	KCS 126578	KCS 127043	KCS 127442
KCS 126098	KCS 126586	KCS 127051	KCS 127451
KCS 126101	KCS 126594	KCS 127060	KCS 127469
KCS 126110	KCS 126608	KCS 127078	KCS 127477
KCS 126128	KCS 126616	KCS 127086	KCS 127485
KCS 126136	KCS 126624	KCS 127094	
KCS 126144	KCS 126632	KCS 127108	140
KCS 126152	KCS 126641	KCS 127116	
KCS 126161	KCS 126659	KCS 127124	
KCS 126179	KCS 126667	KCS 127132	
KCS 126195	KCS 126675	KCS 127141	
KCS 126209	KCS 126683	KCS 127159	
KCS 126217	KCS 126691	KCS 127167	
KCS 126225	KCS 126705	KCS 127175	
KCS 126233	KCS 126713	KCS 127183	
KCS 126241	KCS 126721	KCS 127191	
KCS 126250	KCS 126748	KCS 127205	
KCS 126268	KCS 126756	KCS 127213	
KCS 126276	KCS 126764	KCS 127221	
KCS 126284	KCS 126772	KCS 127230	
KCS 126292	KCS 126781	KCS 127248	
KCS 126306	KCS 126802	KCS 127256	
KCS 126314	KCS 126811	KCS 127264	
KCS 126322	KCS 126829	KCS 127272	
KCS 126331	KCS 126837	KCS 127281	
KCS 126349	KCS 126845	KCS 127299	
KCS 126357	KCS 126853	KCS 127302	
KCS 126365	KCS 126861	KCS 127311	
KCS 126381	KCS 126870	KCS 127337	
KCS 126390	KCS 126888	KCS 127345	
KCS 126411	KCS 126896	KCS 127353	
KCS 126420	KCS 126918		
KCS 126446	KCS 126926		
KCS 126454	KCS 126934		
KCS 126462	KCS 126942		
KCS 126471	KCS 126951		

SOUTHERN LEASING CORPORATION

GROUP#18

Southern Leasing
70 Ton Plate B 50' with 10 ' sliding door

KCS 35010	KCS 35052
KCS 35013	KCS 35053
KCS 35014	KCS 35054
KCS 35015	KCS 35055
KCS 35016	KCS 35056
KCS 35017	KCS 35057
KCS 35018	KCS 35875
KCS 35019	KCS 35876
KCS 35020	KCS 35877
KCS 35021	KCS 35878
KCS 35022	KCS 35879
KCS 35023	KCS 35880
KCS 35024	KCS 35881
KCS 35025	
KCS 35028	48
KCS 35029	
KCS 35030	
KCS 35031	
KCS 35034	
KCS 35035	
KCS 35036	
KCS 35037	
KCS 35038	
KCS 35040	
KCS 35041	
KCS 35042	
KCS 35043	
KCS 35044	
KCS 35045	
KCS 35046	
KCS 35047	
KCS 35048	
KCS 35049	
KCS 35050	
KCS 35051	

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #19a

A636 N0095

13 CARS

1	KCS	125502	OLD #	KCS	123072
2	KCS	125503		KCS	123081
3	KCS	125504		KCS	123200
4	KCS	125505		KCS	123641
5	KCS	125507		KCS	123668
6	KCS	125508		KCS	124001
7	KCS	125521		KCS	123374
8	KCS	125525		KCS	123331
9	KCS	125528		KCS	123943
10	KCS	125531		KCS	123099
11	KCS	125545		KCS	123889
12	KCS	125546		KCS	123218
13	KCS	125547		KCS	123188

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #19b

B635 N0095

37 CARS

1	KCS	125500	OLD #	KCS	124451
2	KCS	125501		KCS	124796
3	KCS	125506		KCS	124265
4	KCS	125509		KCS	125032
5	KCS	125510		KCS	125440
6	KCS	125511		KCS	124613
7	KCS	125512		KCS	124214
8	KCS	125513		KCS	124460
9	KCS	125514		KCS	124923
10	KCS	125515		KCS	124427
11	KCS	125516		KCS	124826
12	KCS	125517		KCS	124966
13	KCS	125518		KCS	125351
14	KCS	125519		KCS	124150
15	KCS	125520		KCS	124435
16	KCS	125522		KCS	124231
17	KCS	125523		KCS	125407
18	KCS	125524		KCS	125083
19	KCS	125526		KCS	124907
20	KCS	125527		KCS	125113
21	KCS	125529		KCS	125130
22	KCS	125530		KCS	124257
23	KCS	125532		KCS	124931
24	KCS	125533		KCS	125369
25	KCS	125534		KCS	124893
26	KCS	125535		KCS	124877
27	KCS	125536		KCS	124851
28	KCS	125537		KCS	124800
29	KCS	125538		KCS	125016
30	KCS	125539		KCS	124117
31	KCS	125540		KCS	125393
32	KCS	125541		KCS	125105
33	KCS	125542		KCS	124885
34	KCS	125543		KCS	124664
35	KCS	125544		KCS	124281
36	KCS	125548		KCS	125288
37	KCS	125549		KCS	124443

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #20

B434 00159

186 CARS

1	KCS	118010	51	KCS	118559	101	KCS	119091	151	KCS	119610
2	KCS	118028	52	KCS	118575	102	KCS	119105	152	KCS	119628
3	KCS	118036	53	KCS	118583	103	KCS	119113	153	KCS	119636
4	KCS	118044	54	KCS	118591	104	KCS	119121	154	KCS	119644
5	KCS	118052	55	KCS	118605	105	KCS	119130	155	KCS	119652
6	KCS	118061	56	KCS	118613	106	KCS	119148	156	KCS	119661
7	KCS	118079	57	KCS	118621	107	KCS	119156	157	KCS	119679
8	KCS	118087	58	KCS	118630	108	KCS	119164	158	KCS	119687
9	KCS	118109	59	KCS	118648	109	KCS	119172	159	KCS	119695
10	KCS	118117	60	KCS	118656	110	KCS	119181	160	KCS	119709
11	KCS	118125	61	KCS	118672	111	KCS	119199	161	KCS	119717
12	KCS	118133	62	KCS	118681	112	KCS	119202	162	KCS	119733
13	KCS	118141	63	KCS	118699	113	KCS	119211	163	KCS	119741
14	KCS	118150	64	KCS	118702	114	KCS	119229	164	KCS	119750
15	KCS	118168	65	KCS	118711	115	KCS	119237	165	KCS	119768
16	KCS	118176	66	KCS	118745	116	KCS	119245	166	KCS	119784
17	KCS	118184	67	KCS	118753	117	KCS	119253	167	KCS	119792
18	KCS	118206	68	KCS	118761	118	KCS	119261	168	KCS	119806
19	KCS	118214	69	KCS	118770	119	KCS	119288	169	KCS	119814
20	KCS	118222	70	KCS	118788	120	KCS	119296	170	KCS	119822
21	KCS	118231	71	KCS	118796	121	KCS	119300	171	KCS	119831
22	KCS	118249	72	KCS	118800	122	KCS	119318	172	KCS	119849
23	KCS	118257	73	KCS	118818	123	KCS	119326	173	KCS	119857
24	KCS	118265	74	KCS	118826	124	KCS	119334	174	KCS	119865
25	KCS	118273	75	KCS	118834	125	KCS	119342	175	KCS	119873
26	KCS	118281	76	KCS	118842	126	KCS	119351	176	KCS	119881
27	KCS	118290	77	KCS	118851	127	KCS	119369	177	KCS	119890
28	KCS	118303	78	KCS	118869	128	KCS	119377	178	KCS	119911
29	KCS	118311	79	KCS	118877	129	KCS	119385	179	KCS	119920
30	KCS	118320	80	KCS	118885	130	KCS	119393	180	KCS	119938
31	KCS	118338	81	KCS	118893	131	KCS	119407	181	KCS	119946
32	KCS	118346	82	KCS	118907	132	KCS	119415	182	KCS	119954
33	KCS	118354	83	KCS	118915	133	KCS	119423	183	KCS	119962
34	KCS	118362	84	KCS	118923	134	KCS	119431	184	KCS	119971
35	KCS	118371	85	KCS	118931	135	KCS	119440	185	KCS	119989
36	KCS	118389	86	KCS	118940	136	KCS	119458	186	KCS	119997
37	KCS	118397	87	KCS	118958	137	KCS	119474			
38	KCS	118401	88	KCS	118966	138	KCS	119482			
39	KCS	118419	89	KCS	118974	139	KCS	119491			
40	KCS	118427	90	KCS	118982	140	KCS	119504			
41	KCS	118435	91	KCS	118991	141	KCS	119512			
42	KCS	118443	92	KCS	119008	142	KCS	119521			
43	KCS	118451	93	KCS	119016	143	KCS	119539			
44	KCS	118460	94	KCS	119024	144	KCS	119547			
45	KCS	118486	95	KCS	119032	145	KCS	119555			
46	KCS	118494	96	KCS	119041	146	KCS	119563			
47	KCS	118516	97	KCS	119059	147	KCS	119571			
48	KCS	118524	98	KCS	119067	148	KCS	119580			
49	KCS	118532	99	KCS	119075	149	KCS	119598			
50	KCS	118541	100	KCS	119083	150	KCS	119601			

GROUP #21

50 Ft 100 Ton Boxcar

Unit No

KCS 116009	KCS 116505	KCS 117005	KCS 117471	KCS 117951
KCS 116017	KCS 116513	KCS 117013	KCS 117480	KCS 117960
KCS 116025	KCS 116521	KCS 117021	KCS 117498	KCS 117978
KCS 116033	KCS 116530	KCS 117030	KCS 117501	KCS 117994
KCS 116041	KCS 116556	KCS 117048	KCS 117510	KCS 116378
KCS 116050	KCS 116564	KCS 117056	KCS 117528	
KCS 116068	KCS 116572	KCS 117064	KCS 117536	185
KCS 116076	KCS 116581	KCS 117072	KCS 117544	
KCS 116084	KCS 116599	KCS 117081	KCS 117552	
KCS 116092	KCS 116602	KCS 117099	KCS 117561	
KCS 116106	KCS 116611	KCS 117102	KCS 117579	
KCS 116114	KCS 116629	KCS 117111	KCS 117587	
KCS 116122	KCS 116637	KCS 117129	KCS 117595	
KCS 116131	KCS 116645	KCS 117137	KCS 117617	
KCS 116149	KCS 116653	KCS 117145	KCS 117625	
KCS 116173	KCS 116661	KCS 117153	KCS 117633	
KCS 116181	KCS 116670	KCS 117170	KCS 117650	
KCS 116190	KCS 116688	KCS 117188	KCS 117668	
KCS 116211	KCS 116696	KCS 117196	KCS 117676	
KCS 116220	KCS 116700	KCS 117200	KCS 117684	
KCS 116238	KCS 116718	KCS 117218	KCS 117692	
KCS 116246	KCS 116726	KCS 117226	KCS 117706	
KCS 116262	KCS 116742	KCS 117234	KCS 117714	
KCS 116271	KCS 116751	KCS 117242	KCS 117722	
KCS 116289	KCS 116769	KCS 117251	KCS 117731	
KCS 116297	KCS 116777	KCS 117269	KCS 117749	
KCS 116301	KCS 116785	KCS 117277	KCS 117757	
KCS 116319	KCS 116793	KCS 117285	KCS 117765	
KCS 116327	KCS 116807	KCS 117293	KCS 117781	
KCS 116335	KCS 116815	KCS 117307	KCS 117790	
KCS 116343	KCS 116823	KCS 117315	KCS 117803	
KCS 116351	KCS 116831	KCS 117323	KCS 117811	
KCS 116360	KCS 116840	KCS 117331	KCS 117820	
KCS 116386	KCS 116858	KCS 117340	KCS 117838	
KCS 116394	KCS 116866	KCS 117358	KCS 117846	
KCS 116408	KCS 116874	KCS 117366	KCS 117854	
KCS 116416	KCS 116882	KCS 117374	KCS 117862	
KCS 116424	KCS 116891	KCS 117382	KCS 117871	
KCS 116432	KCS 116921	KCS 117391	KCS 117889	
KCS 116441	KCS 116939	KCS 117404	KCS 117897	
KCS 116459	KCS 116947	KCS 117412	KCS 117901	
KCS 116467	KCS 116955	KCS 117421	KCS 117919	
KCS 116475	KCS 116963	KCS 117439	KCS 117927	
KCS 116483	KCS 116971	KCS 117447	KCS 117935	
KCS 116491	KCS 116980	KCS 117455	KCS 117943	

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #22a

E530 00166

32 CARS

1 KCS 800015
2 KCS 800031
3 KCS 800066
4 KCS 800171
5 KCS 800201
6 KCS 800244
7 KCS 800252
8 KCS 800279
9 KCS 800287
10 KCS 800333
11 KCS 800350
12 KCS 800392
13 KCS 800406
14 KCS 800481
15 KCS 800538
16 KCS 800546
17 KCS 800554
18 KCS 800571
19 KCS 800597
20 KCS 800601
21 KCS 800635
22 KCS 800651
23 KCS 800686
24 KCS 800708
25 KCS 800716
26 KCS 800741
27 KCS 800805
28 KCS 800813
29 KCS 800830
30 KCS 800902
31 KCS 800945
32 KCS 800988

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #22b

E530 N0161

42 CARS

1	KCS	801011
2	KCS	801046
3	KCS	801119
4	KCS	801151
5	KCS	801224
6	KCS	801275
7	KCS	801313
8	KCS	801411
9	KCS	801445
10	KCS	801518
11	KCS	801615
12	KCS	801640
13	KCS	801666
14	KCS	801691
15	KCS	801721
16	KCS	801755
17	KCS	801798
18	KCS	801801
19	KCS	801810
20	KCS	801861
21	KCS	801941
22	KCS	802000
23	KCS	802018
24	KCS	802034
25	KCS	802077
26	KCS	802085
27	KCS	802123
28	KCS	802182
29	KCS	802221
30	KCS	802336
31	KCS	802352
32	KCS	802409
33	KCS	802417
34	KCS	802484
35	KCS	802671
36	KCS	802701
37	KCS	802727
38	KCS	802808
39	KCS	802832
40	KCS	802883
41	KCS	802930
42	KCS	802956

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #22c

1 CT 800121

E540 00166

1 CAR

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #22d

G514 00166

65 CARS

1	CT	800082	51	KCS	800775
2	CT	800091	52	KCS	800783
3	CT	800155	53	KCS	800791
4	CT	800881	54	KCS	800821
5	CT	800929	55	KCS	800848
6	KCS	800007	56	KCS	800856
7	KCS	800023	57	KCS	800864
8	KCS	800040	58	KCS	800872
9	KCS	800058	59	KCS	800899
10	KCS	800074	60	KCS	800911
11	KCS	800104	61	KCS	800937
12	KCS	800112	62	KCS	800953
13	KCS	800139	63	KCS	800961
14	KCS	800147	64	KCS	800970
15	KCS	800163	65	KCS	800996
16	KCS	800180			
17	KCS	800198			
18	KCS	800210			
19	KCS	800228			
20	KCS	800236			
21	KCS	800261			
22	KCS	800295			
23	KCS	800309			
24	KCS	800317			
25	KCS	800325			
26	KCS	800341			
27	KCS	800368			
28	KCS	800376			
29	KCS	800384			
30	KCS	800422			
31	KCS	800431			
32	KCS	800449			
33	KCS	800457			
34	KCS	800465			
35	KCS	800473			
36	KCS	800490			
37	KCS	800503			
38	KCS	800511			
39	KCS	800520			
40	KCS	800562			
41	KCS	800589			
42	KCS	800619			
43	KCS	800627			
44	KCS	800643			
45	KCS	800660			
46	KCS	800678			
47	KCS	800694			
48	KCS	800724			
49	KCS	800759			
50	KCS	800767			

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #22e

G514 N0161

157 CARS

1	CT	801895	51	KCS	801607	101	KCS	802301	151	KCS	802921
2	KCS	801003	52	KCS	801623	102	KCS	802310	152	KCS	802948
3	KCS	801020	53	KCS	801631	103	KCS	802328	153	KCS	802964
4	KCS	801038	54	KCS	801658	104	KCS	802344	154	KCS	802972
5	KCS	801054	55	KCS	801674	105	KCS	802361	155	KCS	802981
6	KCS	801062	56	KCS	801682	106	KCS	802379	156	KCS	802999
7	KCS	801071	57	KCS	801704	107	KCS	802395			
8	KCS	801089	58	KCS	801712	108	KCS	802425	157	KCS	802387
9	KCS	801097	59	KCS	801739	109	KCS	802433			
10	KCS	801101	60	KCS	801747	110	KCS	802441			
11	KCS	801127	61	KCS	801763	111	KCS	802450			
12	KCS	801135	62	KCS	801771	112	KCS	802468			
13	KCS	801143	63	KCS	801780	113	KCS	802476			
14	KCS	801160	64	KCS	801828	114	KCS	802492			
15	KCS	801178	65	KCS	801836	115	KCS	802506			
16	KCS	801186	66	KCS	801844	116	KCS	802514			
17	KCS	801194	67	KCS	801852	117	KCS	802522			
18	KCS	801208	68	KCS	801879	118	KCS	802531			
19	KCS	801216	69	KCS	801887	119	KCS	802549			
20	KCS	801232	70	KCS	801909	120	KCS	802557			
21	KCS	801241	71	KCS	801917	121	KCS	802565			
22	KCS	801259	72	KCS	801925	122	KCS	802573			
23	KCS	801267	73	KCS	801933	123	KCS	802581			
24	KCS	801283	74	KCS	801950	124	KCS	802590			
25	KCS	801291	75	KCS	801968	125	KCS	802603			
26	KCS	801305	76	KCS	801976	126	KCS	802611			
27	KCS	801321	77	KCS	801984	127	KCS	802620			
28	KCS	801330	78	KCS	801992	128	KCS	802638			
29	KCS	801348	79	KCS	802026	129	KCS	802646			
30	KCS	801356	80	KCS	802042	130	KCS	802654			
31	KCS	801364	81	KCS	802051	131	KCS	802662			
32	KCS	801372	82	KCS	802069	132	KCS	802689			
33	KCS	801381	83	KCS	802093	133	KCS	802697			
34	KCS	801399	84	KCS	802107	134	KCS	802719			
35	KCS	801402	85	KCS	802115	135	KCS	802735			
36	KCS	801429	86	KCS	802131	136	KCS	802743			
37	KCS	801437	87	KCS	802140	137	KCS	802751			
38	KCS	801453	88	KCS	802158	138	KCS	802760			
39	KCS	801461	89	KCS	802166	139	KCS	802778			
40	KCS	801470	90	KCS	802174	140	KCS	802786			
41	KCS	801488	91	KCS	802191	141	KCS	802794			
42	KCS	801496	92	KCS	802204	142	KCS	802816			
43	KCS	801500	93	KCS	802212	143	KCS	802824			
44	KCS	801526	94	KCS	802239	144	KCS	802841			
45	KCS	801534	95	KCS	802247	145	KCS	802859			
46	KCS	801542	96	KCS	802255	146	KCS	802867			
47	KCS	801551	97	KCS	802263	147	KCS	802875			
48	KCS	801569	98	KCS	802271	148	KCS	802891			
49	KCS	801577	99	KCS	802280	149	KCS	802905			
50	KCS	801593	100	KCS	802298	150	KCS	802913			

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #23

K440 00163

110 CARS

1	KCS	223100	51	KCS	223150	101	KCS	223200
2	KCS	223101	52	KCS	223151	102	KCS	223201
3	KCS	223102	53	KCS	223152	103	KCS	223202
4	KCS	223103	54	KCS	223153	104	KCS	223203
5	KCS	223104	55	KCS	223154	105	KCS	223204
6	KCS	223105	56	KCS	223155	106	KCS	223205
7	KCS	223106	57	KCS	223156	107	KCS	223206
8	KCS	223107	58	KCS	223157	108	KCS	223207
9	KCS	223108	59	KCS	223158	109	KCS	223208
10	KCS	223109	60	KCS	223159	110	KCS	223209
11	KCS	223110	61	KCS	223160			
12	KCS	223111	62	KCS	223161			
13	KCS	223112	63	KCS	223162			
14	KCS	223113	64	KCS	223163			
15	KCS	223114	65	KCS	223164			
16	KCS	223115	66	KCS	223165			
17	KCS	223116	67	KCS	223166			
18	KCS	223117	68	KCS	223167			
19	KCS	223118	69	KCS	223168			
20	KCS	223119	70	KCS	223169			
21	KCS	223120	71	KCS	223170			
22	KCS	223121	72	KCS	223171			
23	KCS	223122	73	KCS	223172			
24	KCS	223123	74	KCS	223173			
25	KCS	223124	75	KCS	223174			
26	KCS	223125	76	KCS	223175			
27	KCS	223126	77	KCS	223176			
28	KCS	223127	78	KCS	223177			
29	KCS	223128	79	KCS	223178			
30	KCS	223129	80	KCS	223179			
31	KCS	223130	81	KCS	223180			
32	KCS	223131	82	KCS	223181			
33	KCS	223132	83	KCS	223182			
34	KCS	223133	84	KCS	223183			
35	KCS	223134	85	KCS	223184			
36	KCS	223135	86	KCS	223185			
37	KCS	223136	87	KCS	223186			
38	KCS	223137	88	KCS	223187			
39	KCS	223138	89	KCS	223188			
40	KCS	223139	90	KCS	223189			
41	KCS	223140	91	KCS	223190			
42	KCS	223141	92	KCS	223191			
43	KCS	223142	93	KCS	223192			
44	KCS	223143	94	KCS	223193			
45	KCS	223144	95	KCS	223194			
46	KCS	223145	96	KCS	223195			
47	KCS	223146	97	KCS	223196			
48	KCS	223147	98	KCS	223197			
49	KCS	223148	99	KCS	223198			
50	KCS	223149	100	KCS	223199			

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

GROUP #24

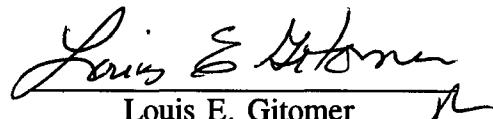
B435 00164

194 CARS

1	KCS	170003	51	KCS	170518	101	KCS	171026	151	KCS	171557
2	KCS	170011	52	KCS	170526	102	KCS	171034	152	KCS	171565
3	KCS	170020	53	KCS	170534	103	KCS	171042	153	KCS	171573
4	KCS	170038	54	KCS	170542	104	KCS	171051	154	KCS	171581
5	KCS	170046	55	KCS	170551	105	KCS	171069	155	KCS	171590
6	KCS	170054	56	KCS	170569	106	KCS	171077	156	KCS	171603
7	KCS	170062	57	KCS	170577	107	KCS	171085	157	KCS	171611
8	KCS	170071	58	KCS	170585	108	KCS	171093	158	KCS	171620
9	KCS	170089	59	KCS	170593	109	KCS	171107	159	KCS	171638
10	KCS	170097	60	KCS	170615	110	KCS	171123	160	KCS	171646
11	KCS	170101	61	KCS	170623	111	KCS	171131	161	KCS	171654
12	KCS	170119	62	KCS	170631	112	KCS	171140	162	KCS	171662
13	KCS	170127	63	KCS	170640	113	KCS	171158	163	KCS	171671
14	KCS	170135	64	KCS	170658	114	KCS	171166	164	KCS	171689
15	KCS	170143	65	KCS	170666	115	KCS	171174	165	KCS	171697
16	KCS	170151	66	KCS	170674	116	KCS	171182	166	KCS	171701
17	KCS	170160	67	KCS	170682	117	KCS	171191	167	KCS	171719
18	KCS	170178	68	KCS	170691	118	KCS	171204	168	KCS	171727
19	KCS	170186	69	KCS	170704	119	KCS	171212	169	KCS	171735
20	KCS	170194	70	KCS	170712	120	KCS	171221	170	KCS	171743
21	KCS	170208	71	KCS	170721	121	KCS	171239	171	KCS	171751
22	KCS	170216	72	KCS	170739	122	KCS	171247	172	KCS	171760
23	KCS	170224	73	KCS	170747	123	KCS	171255	173	KCS	171778
24	KCS	170232	74	KCS	170755	124	KCS	171263	174	KCS	171786
25	KCS	170241	75	KCS	170763	125	KCS	171271	175	KCS	171794
26	KCS	170259	76	KCS	170771	126	KCS	171280	176	KCS	171808
27	KCS	170267	77	KCS	170780	127	KCS	171298	177	KCS	171816
28	KCS	170275	78	KCS	170798	128	KCS	171301	178	KCS	171824
29	KCS	170283	79	KCS	170801	129	KCS	171310	179	KCS	171832
30	KCS	170291	80	KCS	170810	130	KCS	171328	180	KCS	171841
31	KCS	170305	81	KCS	170828	131	KCS	171336	181	KCS	171859
32	KCS	170313	82	KCS	170836	132	KCS	171344	182	KCS	171867
33	KCS	170321	83	KCS	170844	133	KCS	171352	183	KCS	171875
34	KCS	170348	84	KCS	170852	134	KCS	171361	184	KCS	171883
35	KCS	170356	85	KCS	170861	135	KCS	171387	185	KCS	171891
36	KCS	170364	86	KCS	170879	136	KCS	171395	186	KCS	171905
37	KCS	170372	87	KCS	170887	137	KCS	171409	187	KCS	171913
38	KCS	170381	88	KCS	170895	138	KCS	171417	188	KCS	171921
39	KCS	170399	89	KCS	170909	139	KCS	171433	189	KCS	171930
40	KCS	170402	90	KCS	170917	140	KCS	171441	190	KCS	171956
41	KCS	170411	91	KCS	170925	141	KCS	171450	191	KCS	171964
42	KCS	170429	92	KCS	170933	142	KCS	171468	192	KCS	171972
43	KCS	170437	93	KCS	170941	143	KCS	171476	193	KCS	171980
44	KCS	170445	94	KCS	170950	144	KCS	171484	194	KCS	171999
45	KCS	170453	95	KCS	170968	145	KCS	171492			
46	KCS	170461	96	KCS	170976	146	KCS	171506			
47	KCS	170470	97	KCS	170984	147	KCS	171514			
48	KCS	170488	98	KCS	170992	148	KCS	171522			
49	KCS	170496	99	KCS	171000	149	KCS	171531			
50	KCS	170500	100	KCS	171018	150	KCS	171549			

CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy to the original Memorandum of a Security Agreement and an Assignment of Leases, dated October 21, 1996,, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.


Louis E. Gitomer
October 18, 1996